
TRANSNATIONAL BRIBERY AND CORRUPTION MANUAL

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Objective

This manual aims to define the operation of the Company's PTEE in order to identify, detect, prevent and mitigate Corruption Risks and Transnational Bribery Risks in all acts, operations, businesses or contracts carried out by the company.

Scope

This manual is mandatory for the Employees, Executive Directors, Associates, Contractors, and all those who carry out any type of act, operation, business or contract with the Company.

Definitions

- **Administrators:** Administrators are the legal representative, the liquidator, the factor, the members of boards or directive councils and those who, in accordance with the statutes, exercise or hold these functions in accordance with the provisions of articles 22, 26 and 27 of Law 222. of 1995 and other regulations that complement or modify it
- **Adopting Entity:** It is the company that is not an obligated entity and that voluntarily adopts the PTEE, as a good corporate governance practice.
- **Associates:** They are those natural or legal persons who have made a contribution in money, work or other assets valued in money to a company or sole proprietorship in exchange for quotas, interest shares, shares or any other form of participation contemplated by Colombian laws.
- **C/ST Risks:** It is the Risk of Corruption and/or the Risk of Transnational Bribery
- **Close Associates:** They are those legal entities that have as administrators, shareholders, controllers or managers some PEP or that have established autonomous assets or trusts for their benefit, or with whom commercial relations are maintained, to whom due diligence will be applied in accordance with the regulations. current. It will also apply for foreign PEPs and PEPs of International Organizations.
- **Code of Ethics and Conduct:** Organization document that establishes values and principles corporate standards that are not negotiable and that constitute minimum parameters of behavior applicable to the entire company in all its areas of action. Likewise, it is the document that includes the company's Transparency and Business Ethics Program in accordance with the provisions of Law 1778 of 2016 and Resolution No. 100-006261 of 2020 issued by the Superintendency of Companies.
- **Company:** It is the commercial company, sole proprietorship or branch of a foreign company supervised by the Superintendency of Companies.
- **Compliance Audit:** It is the systematic, critical and periodic review of the proper implementation and execution of the PTEE.
- **Compliance Officer:** It is the natural person designated by the obligated company who is in charge of promoting, developing and ensuring compliance with the specific procedures for prevention, updating and mitigation of the ML/FT/FPADM Risk.
- **Compliance Policies:** These are the general policies adopted by the Supervised Entity to carry out its businesses and operations in an ethical, transparent and honest manner; and is in a position to identify, detect, prevent and mitigate the Risks of Corruption or Risks of Transnational Bribery.
- **Corruption:** Practice consisting of the use of the functions, authorities and means of those for profit, economic or otherwise for personal benefit contrary to the law and moral principles.
- **Corruption Risk:** It is the possibility that, by action or omission, the purposes of public administration are diverted or public assets are affected for a private benefit.
- **Corruption Risk Matrix:** It is the tool that allows the Supervised Entity to identify the Corruption Risks to which it may be exposed.
- **Due Diligence:** Ability of organizations to act carefully to reduce the negative impacts caused by their activities. In addition, the processes necessary to be able to make sufficiently informal decisions are also considered due diligence.
- **Early Warnings:** It is the set of qualitative and quantitative indicators that allow timely and/or prospective identification of atypical behaviors of the relevant variables, previously determined by the entity.
- **Economic Resource:** It is the right that has the potential to produce economic benefits.
- **Employee:** People with a direct employment relationship with the Company or temporary service companies, which provide service in different areas of the Company.
- **Ethic Line:** Mechanism through which counterparties or any third party can report publicly or anonymously, behaviors related to Money Laundering, Financing of Terrorism and Financing of the Proliferation of Weapons of Mass Destruction (ML/FT/FPADM) in the company.
- **Foreign Public Servant:** In accordance with paragraph 1 of article 2 of Law 1778 of 2016, it will be any person who has a legislative, administrative, or judicial position in a State, its political subdivisions or local authorities, or a foreign jurisdiction, regardless of whether the individual has been appointed or elected.

It will also be any person who exercises a public function for a State, its political subdivisions or local authorities, or in a foreign jurisdiction, whether within a public body, or a State company or an entity whose decision-making power is subject to the will of the State, its political subdivisions or local authorities, or of a foreign jurisdiction. Likewise, it will be understood that any official or agent of an international public organization holds the aforementioned quality.

- **International Business or Transactions:** They are businesses or transactions of any nature with people foreign natural or legal entities of public or private law.
- **Law 1778 of 2016:** By which rules are issued on the responsibility of legal entities for acts of transnational corruption and other provisions are issued regarding the fight against corruption.
- **Minimum Wage:** Current legal monthly minimum wage.
- **ML/TF/FPWMD Risk Matrix:** It is one of the instruments that allows a company to identify, individualize, segment, evaluate and control the ML/TF/FPWMD Risks to which it could be exposed, in accordance with the Risk Factors. ML/TF/FPWMD identified.
- **Obligated Entity:** It is the company that is identified in sections 4.1, 4.2 and 4.3 of External Circular 100-000011 of 2021 issued by the Superintendence of Companies.
- **OECD:** It is the Organization for Economic Cooperation and Development.
- **Politically Exposed Person or PEP:** Public servants of any nomenclature and job classification system of the national and territorial public administration will be considered as PEPs, when in the positions they occupy, they have the functions of the area to which they belong or those of the employment record to which they belong. They occupy, under their direct responsibility or by delegation, the following functions: issuance of rules or regulations, general direction, formulation of institutional policies and adoption of plans, programs and projects, direct management of assets, money or securities of the State, administration of justice or administrative sanctioning powers, and the individuals who are in charge of directing or managing resources in political movements or parties. These functions may be exercised through expenditure management, public procurement, investment project management, payments, settlements, administration of real estate and personal property. PEPs are considered, but not limited to, the people established in article 2 of Decree 830 of 26 July 2021.
It also includes Foreign PEPs and PEPs of International Organizations. The status of PEP will be maintained over time during the exercise of the position and for two (2) more years from the resignation, resignation, dismissal or declaration of non-subsistence of the appointment, or any other form of dismissal, or termination of the contract.
- **Risk analysis:** Process carried out to understand the nature of the risk and determine the level of risk. Systematic use of available information to determine the frequency of a specific event and the magnitude of its consequences.
- **Risk appetite:** It is the level of risk that the entity is willing to accept in its search for value.
- **Risk Factors:** It is defined as those objects, instruments, machines, environmental facilities, human actions, that contain a potential capacity to produce injuries or material damage and whose probability of occurrence depends on the elimination or control of the aggressive element.
- **Self-control:** It is the will of the company and the administrators to detect, control and manage efficiently and effectively the risks to which the company is exposed.
- **State Contract:** They are all legal acts that generate obligations that state entities enter into, in accordance with article 32 of Law 80 of 1993 and other regulations that complement or modify it.
- **State Entity:** In accordance with article 2 of Law 80 of 1993, State Entities are called the Nation, the regions, the departments, the provinces, the capital district and the special districts, the metropolitan areas, the associations of municipalities, the indigenous territories and the municipalities; public establishments, industrial and commercial companies of the State, mixed economy companies in which the State has a participation of more than fifty percent (50%), as well as indirect decentralized entities and other legal entities in which said entity exists. majority public participation, whatever name they adopt, at all orders and levels. Also the Senate of the Republic, the House of Representatives, the Superior Council of the Judiciary, the Attorney General's Office, the Comptroller General of the Republic, the departmental, district and municipal comptrollers' offices, the Attorney General's Office, the Registrar's Office National Civil Registry, the ministries, the administrative departments, the superintendencies, the special administrative units and, in general, the agencies or agencies of the State to which the law grants the capacity to enter into contracts.
- **Supervised Entity:** It is the Obligated Entity that must comply or the Adopting Entity that voluntarily accepts the provisions contained in Law 1778 of 2016, in Resolution 100-002657 of 2016 and Resolution 100-006261 of 2020 issued by the Superintendency of Companies, in the Circular External 100-000003 of 2016 issued by the Superintendency of Companies, modified by External Circular No. 10-000011 of 2021 and External Circular No. 100-000012 of 2021 and other regulations that complement or modify it.
- **Total Revenues:** They are all the income recognized in the income statement for the period, as the main source of information about the financial activity of a company for the reporting period.
According to the disclosure criteria, these include: revenue, other income, profits (other items that meet the definition of revenue but are not revenue) and financial income.
- **Transnational Bribery or TB:** It is the act by virtue of which a legal entity, through its employees, administrators, Associates, Contractors or Subordinated Companies, gives, offers or promises to a foreign public servant, directly or indirectly: (i) sums of money, (u) objects of pecuniary value or (iii) any benefit or utility in exchange for said public servant performing, omitting or delaying any act related to their functions and in relation to an international business or transaction.

- **Subordinated Company:** In accordance with article 260 of Decree 410 of 1971, a company will be subordinated or controlled when its decision-making power is subject to the will of another person or persons who will be its parent or controlling company, either directly, in which case it will be called a subsidiary or with the help or through the subordinates of the parent company, in which case it will be called a subsidiary.
- **Supervised Company:** It is the company, sole proprietorship and branch of a foreign company, subject to supervision by the Superintendency of Companies.
- **Transnational Bribery Risk Matrix:** It is the tool that allows the Supervised Entity to identify the Transnational Bribery Risks to which it may be exposed.
- **Transnational Bribery Risks or TB:** It is the possibility that a legal person, directly or indirectly, gives, offers or promises to a Foreign Public Servant sums of money, objects of pecuniary value or any benefit or utility in exchange for said public servant performing, omitting or delaying any act related to his or her duties, functions and in relation to a Business or International Transaction.
- **Transparency and Business Ethics Program or BETP:** It is the document that includes the Compliance Policy, the specific procedures in charge of the Compliance Officer, aimed at putting the Compliance Policy into operation, in order to identify, detect, prevent, manage and mitigate Corruption Risks or Risks, of Transnational Bribery that may affect a Supervised Entity, in accordance with the Risk Matrix.
- **Whistleblower Channel:** It is the online complaint reporting system regarding acts of Transnational Bribery, provided by the Superintendence of Companies on its website.

1. GENERAL DESCRIPTION

In 2017 GENERAL DE EQUIPOS DE COLOMBIA S.A., hereinafter The Company, adopted the Business Ethics Program, by decision of the Shareholders' General Assembly recorded in Act No. 12 of March 31, 2017, which approved the Ethics and Conduct Code and its implementation manual, which are governing documents that define the structure of the Company's Ethics Program and the responsibilities of the governing bodies, as well as the requirements for its implementation.

Within the framework of the Business Ethics and Transparency implementation, this Transnational Bribery and Corruption Manual contains the necessary guidelines to implement the operation of the Business Ethics and Transparency Program (hereinafter BETP) and (PTEE in Spanish), to identify, detect, prevent and mitigate the Transnational Bribery and Corruption Risks in all acts, operations, businesses or contracts carried out by the Company.

1.1. Presentation

The company in compliance with the applicable regulations, through this Manual approved by the Board of Directors, the BETP is defined, in which the Employees, Executive Directors, Associates, Contractors and other parties interested in carrying out relations with The Company, may find the guidelines and directives adopted by the Company to identify, detect, prevent, manage and mitigate Corruption Risks and Transnational Bribery Risks.

2. BETP ORGANIZATIONAL STRUCTURE, FUNCTIONS AND RESPONSIBILITIES

2.1. Organizational Structure

The Company's Board of Directors established an Ethics and Compliance Committee, which is responsible for promoting the application of the principles contained in the Company's Code of Ethics and Conduct, ensuring its integrity and application, and developing, among others, specific procedures for the prevention, updating and mitigation of Corruption Risks and Transnational Bribery Risks. This committee is composed of:

- Member of the Board of Directors
- President of the Company
- Chief Compliance Officer
- Alternate Compliance Officer

2.2. Functions

2.2.1. Board Of Directors

- a. Issue and define the Compliance Policy.
- b. Define the profile of the Compliance Officer in accordance with the Compliance Policy and the regulations in force.
- c. Designate the Compliance Officer.
- d. Approve the document that contemplates the BETP.
- e. Assume a commitment aimed at the prevention of Transnational Bribery and Corruption Risks, so that The Company can conduct its business in an ethical, transparent, and honest manner.
- f. Ensure the provision of the economic, human, and technological resources required by the Compliance Officer for the performance of his/her work.
- g. Order the relevant actions against the Associates, who have managing and administrating functions over The Company, the Employees, and Executive Directors, when any of the aforementioned violates the provisions of the BETP.
- h. Lead an appropriate communication and pedagogy strategy to ensure the dissemination and effective knowledge of the Compliance Policies and the BETP to Employees, Associates, Contractors (according to the Risk Factors and Risk Matrix) and other identified stakeholders.
- i. By means of the channels provided for this purpose, report any act of corruption and/or transnational bribery that may affect The Company.

2.2.2. Ethics And Compliance Committee

- a. Promote the reporting of Corruption and Transnational Bribery conducts through the mechanisms that the Company has enabled for this purpose (Ethic Line).
- b. Ensure compliance with the improvement opportunities recommended by the Board of Directors to the BETP.
- c. Supervise and direct the investigation of complaints received in the complaint channels and impart the applicable corrective measures.
- d. Meet through an ordinary session every six (6) months and thru an extraordinary session when required in accordance with its operating regulations.

2.2.3. Legal Representative

- a. Submit the proposed BETP with the Compliance Officer, for approval by the Board of Directors.
- b. Ensure that the BETP is articulated with the Compliance Policies adopted by the Board of Directors.
- c. Provide an effective, efficient and timely support to the Compliance Officer in the design, direction, supervision and monitoring of the BETP.
- d. In cases where there is no Board of Directors, the legal representative shall appoint the person who will take the role of Compliance Officer, to be nominated by the highest corporate body.
- e. Certify before the Superintendence of Corporations the compliance with the provisions of the regulations in force, when required.
- f. Ensure that the activities resulting from the development of the BETP are duly documented, so that the information meets the criteria of integrity, reliability, availability, compliance, effectiveness, efficiency and confidentiality. The documentary supports shall be kept in accordance with the provisions of the Article 28 of Law 962 of 2005, or the rule that modifies or replaces it.
- g. By means of the channels provided for this purpose, report any act of transnational bribery and/or corruption that may affect The Company.

2.2.4. Compliance Officer

- a. Submit the proposed BETP to the Legal Representative, for approval by the Board of Directors.

- b. Submit, on a semi-annual basis, a report to the Board of Directors. As a minimum, the reports must contain an evaluation and analysis of the efficiency and effectiveness of the BETP and, if applicable, propose the respective improvements. Likewise, demonstrate the results of the Compliance Officer's management and of the Company's management, the BETP compliance generally.
- c. Ensure that the BETP is articulated with the Compliance Policies adopted by the Board of Directors.
- d. Ensure that the BETP effectively, efficiently and timely complies with the law.
- e. Implement a Risk Matrix and keep it updated according to the Company's own needs, its Risk Factors, the materiality of the Transnational Bribery and Corruption Risk and according to the Compliance Policy.
- f. Define, adopt, and monitor actions and tools for the detection of the Transnational Bribery and Corruption Risk, in accordance with the Compliance Policy to prevent Transnational Bribery and Corruption and the Risk Matrix.
- g. Ensure the implementation of appropriate channels to allow any person to confidentially and securely report the BETP non-compliance and possible suspicious activities related to Corruption.
- h. Verify the proper application of the whistleblower protection policy that The Company has established and, regarding the Employees, the workplace harassment prevention policy in accordance with the law.
- i. Establish internal investigation procedures in the Obligated Entity to detect non-compliance with the BETP and acts of Corruption.
- j. Coordinate the development of internal training programs.
- k. Verify compliance with the Due Diligence procedures applicable to The Company.
- l. Ensure the proper filing of documentary supports and other information related to the management and prevention of the Transnational Bribery and Corruption Risk.
- m. Design the methodologies for classification, identification, measurement and control of the Transnational Bribery and Corruption Risk that will be part of the BETP.
- n. Carry out the evaluation of the compliance with the BETP and the Transnational Bribery and Corruption Risk to which The Company is exposed.
- o. By means of the channels provided for this purpose, report any act of corruption and/or transnational bribery that may affect The Company.

2.2.5. Statutory Auditors

- a. Any act of Transnational Bribery and Corruption must be reported of which it becomes aware in the course of its duties and in accordance with the provisions of the regulations in force.
- b. In compliance with his duty, the statutory auditor must pay special attention to any early warning that may give rise to suspicion of an incident related to a possible act of Transnational Bribery and Corruption.

2.2.6. Employees

- a. Comply with the provisions of the Company's Ethics and Conduct Manual.
- b. Comply with the policies established in the Framework of the Business Ethics and Transparency Program – BETP of The Company.
- c. By means of the channels provided for this purpose, report any act of transnational bribery and/or corruption that may affect The Company.
- d. Perform their duties in compliance with the principles and values of The Company.
- e. Attend the induction, re-induction and / or training that The Company on the BETP.
- f. Any other activities scheduled by the Company.

2.3. Requirements to be Appointed as Compliance Officer

- a. Have the ability to make decisions to manage the Transnational Bribery and Corruption Risk and have direct communication with, and report directly to, the Board of Directors or the highest corporate body in the event that there is no Board of Directors
- b. Have sufficient knowledge of the Transnational Bribery and Corruption Risk management and understand the ordinary course of business of the Entity obliged to comply with the law.
- c. Have the support of a human and technical work team, in accordance with the Transnational Bribery and Corruption Risk and the size of the Entity obliged to comply with the law.

- d. Not belong to the administration, to the corporate bodies or belong to the statutory audit body (act as statutory auditor or be linked to the statutory audit firm that performs this function, if applicable) or whoever performs similar functions or takes its place in the Entity obliged to comply with the law.
- e. When the Compliance Officer is not employed by the Entity in charge, this natural person may or may not be linked to a legal entity.
- f. Not to serve as a Compliance Officer, principal or alternate, in more than ten (10) Companies. To serve as a Compliance Officer of more than one obliged Company, (i) the Compliance Officer must certify; and (ii) the body that appoints the Compliance Officer must verify that the Compliance Officer does not act as such in Companies that compete.
- g. When there is a corporate group or a declared situation of control, the Compliance Officer of the parent or controlling Company may be the same person for all the companies that make up the group or conglomerate, regardless of the number of companies that make up the group or conglomerate.
- h. Be domiciled in Colombia.

2.4. Compliance Officer Disqualifications and Incompatibilities

The following situations shall be considered as disqualifications or incompatibilities that prevent the Compliance Officer from performing his/her work with full independence. Therefore, a person may not hold the position of Compliance Officer if he/she is:

- a. Has relatives up to the third degree of consanguinity, second degree of affinity or first civil relationship who are known to be related to Transnational Bribery and Corruption.
- b. Has not provided all the necessary information in the security and due diligence studies carried out by the Company at the time of their engagement.
- c. Has ever incurred in crimes associated with Transnational Bribery and Corruption.
- d. Belongs to: the administration or corporate bodies or fiscal auditing or has the status of legal representative of the Company.
- e. Any others determined by law or by the Board of Directors.

3. CORRUPTION AND TRANSNATIONAL BRIBERY RISK PREVENTION AND MANAGEMENT POLICY

The Company has developed a policy focused on compliance with activities designed to minimize the possibility of loss or damage that may be suffered by being used as an instrument for acts of Corruption and Transnational Bribery.

This policy is disseminated to all Employees, Executive Directors, Associates and Contractors of The Company and other interested parties, to ensure compliance.

The policy established by the organization is **Zero Tolerance to the Transnational Bribery and Corruption**.

The Company, through the implementation and development of the mechanisms and procedures described in this Transnational Bribery and Corruption Manual, seeks to prevent the realization and execution of any type of act and/or activity contrary to the Law as well as those that do not conform to the values and principles established by the Company in the development of its domestic and foreign business operations, in order to mitigate the materialization of risks related to Transnational Bribery and Corruption.

Identifying, detecting, preventing and mitigating the Risks of Transnational Bribery and Corruption contributes to the domestic and foreign market, since it promotes competition in the business sector under equal conditions and generates confidence in the development of commercial negotiations.

This Policy defines the identification of the risk factors of Transnational Bribery and Corruption, as well as their measurement, control, and management, establishing the guidelines of business integrity that will allow the Company to develop its commercial operation in the market under a framework of good business practices and risk management strategies that counteract any practice of Transnational Bribery and Corruption.

The Company expresses its commitment to prevent and control the Transnational Bribery and Corruption Risk, timely detecting the risks that allow implementing controls in our operation in order to have a continuous improvement of the BETP.

This policy is used as a basis for the identification of the factors that give rise to the Transnational Bribery and Corruption Risk, as well as other related risks.

3.1. BETP Aspects

The Business Ethics Transparency Program – BETP, brings with it the identification and evaluation of the Transnational Bribery and Corruption Risk, through the Corruption Risk Matrix and Transnational Bribery Risk Matrix, regulated through Policies and through the Code of Ethics and Conduct:

- 3.1.1.** The giving and offering of gifts or benefits to third parties.
- 3.1.2.** Remunerations and payment of commissions to Employees, Associates and Contractors.
- 3.1.3.** Expenses related to entertainment, food, lodging and travel activities.
- 3.1.4.** Political contributions of any nature and donations.
- 3.1.5.** Control and auditing systems.
- 3.1.6.** Filing procedures and preservation of documents that are related to The Company's International Business or Transactions.

3.2. BETP Update

Updates to the Compliance Policy and the BETP shall be made every time there are changes in the activity of the entity that alter or may alter the degree of the Transnational Bribery and Corruption Risk, or at least every two (2) years.

4. BETP OBJECTIVES

According to what is stated in the manual, the following have been established as general objectives of the BETP:

- a. Adequately identify acts and operations that violate the corporate values and principles established in the Company's Code of Ethics and Conduct.
- b. Report in a timely manner acts and operations that violate the corporate values and principles established in the Code of Ethics and Conduct of The Company.
- c. Create and maintain controls to minimize the Risk of Transnational Bribery and Corruption Risk.
- d. Train stakeholders on the Risk of Transnational Bribery and Corruption Risk.
- e. Maintain and preserve BETP records.
- f. Continuously improve the BETP.
- g. Comply with the provisions of the Law 1778 of 2016, in the Resolution 100-002657 of 2016 and in the Resolution 100-006261 of 2020 issued by the Superintendence of Companies, in the External Circular 100-000003 of 2016 issued by the Superintendence of Companies, modified by the External Circular No. 10-000011 of 2021; in the External Circular No. 100-000012 of 2021 and other regulations that complement or modify them.

5. BETP DISCLOSURE AND TRAINING

5.1. Disclosure

For the Company's Employees, Executive Directors, Associates and Contractors to be adequately aware of the BETP, it shall be disclosed within the Company and to other interested parties once (1) a year.

Regarding the communication strategy of the BETP, the Company shall consider the following elements:

- a. Communications addressed to the Company's Employees and Associates shall expressly and unequivocally reflect the obligations of the administrators related to the prevention of Corruption. Likewise, such communications shall include the procedures for to be disclosed, among others, the Company's policy on financial controls, gift-giving and donations, the creation of effective channels for receiving confidential reports on Corruption activities, and information regarding sanctions for Employees and Executive Directors who violate the BETP
- b. The communication strategy may be implemented through a variety of mechanisms, such as publications in print or virtual media.
- c. The communication strategy will be available in Spanish and English.

5.2 Training

The Company will provide training in the BETP to all its Employees when they join the Company or when there are changes in the BETP. Likewise, it shall provide training to Employees, Executive Directors, Associates and Contractors, considering the Risk Factors identified, once (1) a year, in accordance with the schedule established for that purpose by the compliance officer and shall reflect the Company's specific strategies to mitigate the applicable Transnational Bribery and Corruption Risks.

Likewise, the Training shall be addressed to:

- a. Raise awareness of the Transnational Bribery and Corruption Risks to which the Company is exposed.
- b. To be updated when required, in view of the changing dynamics of the specific Transnational Bribery and Corruption Risks to which the Company's Employees, Executive Directors and Associates are exposed.
- c. To give greater attention to individuals or businesses that are more exposed to such risks (Employees or Associates involved in government procurement activities or distribution businesses in countries or geographic areas with a high risk of Transnational Bribery and Corruption).
- d. Extend the scope of training in the fight against Transnational Bribery and Corruption to those Contractors identified by the Compliance Officer, as established in the Risk Matrix and the Compliance Policy.

Disclosure and training shall be duly documented.

6. MANAGEMENT PROCESS OF TRANSNATIONAL BRIBERY AND CORRUPTION RISKS

It is defined as the process of identification, evaluation, control, prioritization, response, and monitoring of the risks to which the Company is exposed in acts of Transnational Bribery and Corruption, with the purpose of defining an appropriate response to eliminate, mitigate, accept, or transfer them.

Therefore, the Company has defined a corporate risk management system called "Value Development supported by risk management" which is documented in the Quality Management System of the Company, which allows managing the risks identified within the organization including those related to Transnational Bribery and Corruption.

There is also a risk matrix, which involves all the risk sources of the Company, based on the operations, businesses and contracts performed by the Company, for which aspects such as the following are considered:

- i. Strategic Management.
- ii. Internal and external context of the Company.
- iii. Sources of risk related to processes, Employees, Executive Directors, Associates, Contractors and other stakeholders, products, distribution channels and territorial jurisdiction.
- iv. The type of activity carried out by the Company and its relationship with activities vulnerable to Transnational Bribery and Corruption.
- v. Transnational Bribery and Corruption Risk Factors: The company has identified the following Transnational Bribery and Corruption risk factors:
- vi.

- A. Regarding operations or activities with Employees, Executive Directors, Associates, Contractors, and other interested parties, related to:
- i. Natural or legal persons who are not fully identified.
 - ii. Partners, Shareholders, or Employees with a judicial record of Transnational Bribery and Corruption.
 - iii. New partners or shareholders without previously verifying the origin of the resources they contribute.
- B. Regarding operations, businesses or contracts that they represent and that are involved in:
- I. High volume in cash without apparent justification.
 - II. Immovable and movable properties at prices considerably different from the normal market prices.
 - III. Donations that do not have an apparent Final Beneficiary, whose origin is unknown or that are domiciled in a high-risk country or jurisdiction.
 - IV. Relevant transactions, business or contracts that are not in writing.
 - V. Transactions with unidentified subcontractors.
 - VI. Commercial operations or business with persons included in cases of Corruption and Transnational Bribery.
 - VII. Operations entered into with Counterparties domiciled or located in Geographic Areas designated by FATF as non-cooperative.
 - VIII. Operations with Products coming from illegal activities (including, among others, smuggling).
 - IX. Operations with products that have not been duly nationalized.
 - X. Operations with restricted sale Products that do not have the proper authorizations or licenses.
 - XI. Payments for entertainment expenses: Expenditures made by the legal entity to the foreign public servant for travel expenses or any type of entertainment, not directly related to the goods or services contracted by the State to which such public servant belongs.
 - XII. Gifts: Includes objects of pecuniary value that the legal person promises or delivers to the foreign public servant, without them being directly related to the goods or services contracted by the State to which such public servant belongs.
 - XIII. Political contributions: It covers payments in cash or in kind that the legal entity makes to political campaigns in the foreign country, without being directly related to the goods or services contracted by the State to which such official belongs to.
- C. Regarding operations with cash originating from, or related to:
- I. Countries with a high level of corruption and political instability.
 - II. Cash deposits in personal or corporate bank accounts from unexplained sources.
 - III. Unjustified documentation about, or not corresponding to, the origin or owner.
 - IV. Amount, value, or currency not consistent with the circumstances of the bearer.
 - V. Concealed transportation of cash.
 - VI. Imminent security risk in the method of transportation.
 - VII. High transportation costs compared to alternative transportation methods.
 - VIII. Cash invoicing or sales not expected in the economic sector.
 - IX. Large billing increase or cash sales from unidentifiable customers.
 - X. Foreign loans received in cash and local currency.
 - XI. 11. Delivery of sums of money to foreign public servants as retribution for the commission of conduct related to international bribery.

The risk matrices are constantly updated according to the report of risk events, evolution of action plans and identification of emerging risks. Notwithstanding the aforementioned, the evolution of the Transnational Bribery and Corruption risk profile shall be presented at least every six months to the Ethics and Compliance Committee.

Additionally, the Compliance Officer carries out the identification of Transnational Bribery and Corruption risks every time the Company enters new markets or offers new products in the Company of those responsible for the projects. For this reason, it is the obligation of the process leaders to inform the Compliance Officer of this type of changes in their planning stage in order to advance the identification of risks.

To guarantee the effectiveness of the BETP, it is a policy to annually review the procedure and the Risk Management matrix, or if any change is detected within the established risk sources, it will be carried out immediately to include the required changes (new markets, new products, or services, among others).

7. TRANSNATIONAL BRIBERY AND CORRUPTION RISK MEASUREMENT OR ASSESSMENT

The organization shall develop the identification, management, response and prioritization of the risk of Transnational Bribery and Corruption in accordance with the guidelines and/or parameters established in the Manual for the Value Development supported by the Risk Management.

8. CONTROL AND MONITORING OF THE COMPLIANCE POLICIES AND BETP

The Company, to control and monitor the Compliance Policies and the BETP, shall perform the following procedures:

- a. The supervision process conducted by the Compliance Officer with respect to the Transnational Bribery and Corruption Risk management in legal relationships with State Entities or in International or National Businesses or Transactions in which the Company participates. To achieve this, the Executive Directors shall implement mechanisms that allow the Compliance Officer to verify the effectiveness of the procedures aimed at preventing any act of Transnational Bribery and Corruption.
- b. The periodic performance of the Compliance Audits and the Due Diligence procedures, as provided by the Compliance Officer.
- c. Conducting the Employees and Contractors' Surveys, to verify the effectiveness of the BETP.
- d. Conducting Audits by the internal control and risk area, to the company

9. DUE DILIGENCE

The exercise of Due Diligence shall consider the purpose and complexity of the contracts, the amount of the Contractors' remuneration, the countries where they carry out their activities and any other aspects that the Compliance Officer considers relevant.

In addition, the Due Diligence procedures shall be carried out on a regular basis, as often as the Compliance Officer deems appropriate, through the periodic review of legal, accounting or financial aspects. The Due Diligence may also have the purpose of verifying the good credit or reputation of the Contractors.

The Company has established a due diligence procedure for the knowledge of Executive Directors, Contractors, Politically Exposed Persons (PEP), Associates, Employees, and other interested parties:

9.1. About the Executive Directors

The Company develops the following activities that allow the knowledge of the executive directors to be carried out:

- a) To know by any legal means the origin of the resources.
- b) Verify his / her identity.
- c) Verify and confirm his / her contact information, his / her economic activity and request any additional documentation that is considered relevant.
- d) The information of each Executive Director shall be updated annually.

9.2. About Customers

The company develops the following activities that allow to carry out the procedure to obtain information about customers:

- a) Verify his/her identity.
- b) Verify and confirm his/her contact information, his/her economic activity and request any additional documentation that is considered relevant.
- c) Obtain by any legal means information about the origin of the customer's funds.

This activity is documented in the procedure MR-CM-PR-29 Management and Administration of Customers and FA-CFPR-03 National Portfolio, where it can be evidenced in detail the flow of actions to be carried out for its linkage and update. Each customer's information will be updated every two (2) years.

Notwithstanding the foregoing, the company may request the client to update information at any time if required to do so as part of due diligence.

9.3. About Contractors

The Company develops the following activities that allow to know a lot more about the contractor:

- a) Obtain by any legal means information about the origin of the customer's funds.
- b) Verify his/her identity.
- c) That the products do not come from illegal activities.
- d) That the products have been duly nationalized.
- a) That the products are not illegal or of restricted sale and, if they are, that they have the proper authorizations or licenses.

To link suppliers and contractors, the Purchasing Management procedure SP-CO-PR-01 is in place, which fully defines the requirements that the supplier must meet in order to have a contractual relationship with GECOLSA. Each provider's information will be updated annually.

9.4. About Politically Exposed Persons (PEP)

The Company carries out the following activities to get to know a PEP.

- a) If the PEP or PEPs want to establish any type of relationship with the Company, they must carry out the procedure to obtain customer, contractor, or employee's information as appropriate, and fill out the form FO-23 legal/natural person linking and data updating form, for respective knowledge and intensified due diligence.
- b) The following procedures are in place to carry out a due diligence procedure on them:
 1. Know about:
 - I. The PEP's spouses or permanent partners.
 - II. The PEP's relatives, up to the second degree of consanguinity, second degree of affinity and first civil degree.
 - III. The Associates of the PEP, when the PEP is a partner of, or is associated to, a legal person and, in addition, is the direct or indirect owner of a shareholding of more than 5% of the legal person, or exercises control of the legal person, under the terms of Article 261 of the Code of Commerce.
 - IV. The PEP's close Associates.
 2. The approval to carry out relations with this counterparty must be authorized by the Compliance Officer.

3. Measures are taken to establish the origin of the resources.
4. Continuous and intensified monitoring of the contractual relationship is carried out.

9.5. About Associates

The Company develops the following activities that allow carrying out the knowledge of the shareholder:

- a) Know who the beneficiary of the investment is.
- b) Know about the origin of the investor's funds.

9.6. About Employees

The personnel selection and hiring procedure allows the company to carry out the knowledge of the employee; Likewise, each employee's information must be updated annually.

9.7. Due Diligence on the Transnational Bribery and Corruption Risk

In order for the Due Diligence to identify the Transnational Bribery and Corruption Code Risks shall be focused on the following:

- a) Focus exclusively on the identification and evaluation of Transnational Bribery and Corruption Risks related to the activity carried out by the Company, its Subsidiaries and Contractors, which shall include an appropriate review of the specific qualities of each Contractor, its reputation, and relations with third parties.
- b) The Due Diligence activities shall be recorded in writing, in such a way that it can be easily accessed and understood by the Compliance Officer.
- c) Provide elements of judgment to rule out that the payment of a very high remuneration to a Contractor hides indirect payments of bribes or gifts to national public servants or Foreign Public Servants, corresponding to the higher value that is recognized to a Contractor for its intermediation work.
- d) Be carried out through Employees with the necessary capacity or through third parties specialized in these tasks. These shall have the human and technological resources to collect information about the commercial, reputational and sanctioning background in administrative, criminal or disciplinary matters that have affected, affect or may affect the persons subject to the Due Diligence. These will include both Contractors and potential Contractors, as well as individuals who provide services to Contractors under any contractual modality, if they are relevant in a legal relationship that may have the Transnational Bribery and Corruption Code Risk.

10. WARNING SIGNS

The Company shall consider, as a minimum, the following warning signs:

10.1. In the analysis of accounting records, operations or financial statements:

- a. Invoices that are apparently false or do not reflect the reality of a transaction or are inflated and contain excess discounts or reimbursements.
- b. Foreign transactions whose contractual terms are highly sophisticated.
- c. Transfer of funds to countries considered as tax havens.
- d. Transactions that have no logical, economic or practical explanation.
- e. Transactions outside the ordinary course of business.
- f. Transactions in which the identity of the parties or the origin of the funds is not clear.

- g. Assets or rights, included in the financial statements, that have no real value or do not exist.

10.2. In the corporate structure or the corporate purpose:

- a. Complex or international legal structures with no apparent commercial, legal or tax benefits or owning and controlling a legal entity with no commercial purpose, particularly if located abroad.
- b. Legal entities with structures where there are national trusts or foreign trusts, or non-profit foundations.
- c. Legal persons with structures of "offshore entities" or "offshore bank accounts".
- d. Non-operational companies under the terms of the Law 1955 of 2019 or that due to the development of business may be considered as "paper" entities, i.e., that reasonably do not fulfill any commercial purpose.
- e. Companies declared as fictitious suppliers by the DIAN.
- f. Legal entities where the beneficial owner is not identified (according to the definition established in Circular 100-000015 of September 24, 2021).

10.3. Through the analysis of the transactions or contracts:

- a. Frequent use of consultancy contracts, intermediation contracts and the use of joint ventures.
- b. Contracts with Contractors or state entities that give the appearance of legality that do not reflect precise contractual duties and obligations.
- c. Contracts with Contractors providing services to a single customer.
- d. Unusual losses or gains on contracts with Contractors or state-owned entities or significant changes without a business justification.
- e. Contracts containing variable remunerations that are not reasonable or that contain payments in cash, in Virtual Assets (according to the definition established in the Circular 100-000016 of December 24, 2020), or in kind.
- f. Payments to PEPs or persons close to the PEPs.
- g. Payments to related parties (Associates, Employees, Subordinate Companies, branches, among others) without apparent justification.

11. COMPLAINTS AND REPORTS

Employees, Executive Directors, Associates, Contractors, and other interested parties (as identified and deemed appropriate by the Compliance Officer), both internally and externally, must openly condemn and/or report through the channels provided for this purpose, any Act of Transnational Bribery and Corruption that they know of and that may affect The Company

11.1. Ethics Hotline

Employees, Executive Directors, Associates, Contractors and other interested parties (as identified and deemed appropriate by the Compliance Officer), may create a report and/or condemn any Act of Transnational Bribery and Corruption that they are aware of and that may affect The Company, through the following channels:

- a. E-mail: etica_cumplimiento@gecolsa.com.co
- b. Complaint form available on the web link: <https://gecolsa.com/formulario-de-recepcion-de-solicitudes-y-denuncias-de-la-linea-de-etica/>
- c. Phone lines: 018000919920 option 6

11.2. Reporting Transnational Briberies to the Superintendence of Corporations and of Acts of Corruption to the Transparency Secretariat.

The Company shall inform Employees, Executive Directors, Associates, Contractors, and other interested parties (as identified and deemed relevant by the Compliance Officer), the Transnational Bribery Reporting Channel provided for such purpose by the Superintendence of Corporations and the Corruption Reporting Channel provided for such purpose by the Transparency Secretariat.

- Transnational Bribery Reporting Channel available at the following link:

<https://www.supersociedades.gov.co/web/asuntos-economicos-societarios/canal-de-denuncias-por-soborno-transnacional>

- Whistleblower Channel for acts of Corruption available at the following link:

<http://www.secretariatransparencia.gov.co/observatorio-anticorrupcion/portal-anticorrupcion>

12. OPERATIONAL CONTROLS

12.1 Information Verification Procedure from Executive Directors, Contractors, Associates and Employees.

To verify the information provided by Executive Directors, Contractors, Shareholders and Employees, the Company automatically cross-checks the data with the binding lists adopted by the Company in accordance with the "Verification of counterparty information on restrictive lists' procedure".

12.2 Cash Handling Procedure

The company has implemented a petty cash procedure and a general cash manual and payment confirmations, which define the guidelines and establish the steps that guarantee the proper handling of cash in cash for payments received or made by counterparties.

13. IDENTIFICATION AND REPORTING OF UNUSUAL AND SUSPICIOUS TRANSACTIONS

The company will report to the Financial Information and Analysis Unit - UIAF- all suspicious operations detected in the ordinary course of its business or activities due to the controls implemented, for which the company has adopted the following measures.

13.1 Identification and Report of Unusual Operation.

The Executive director, Contractor, associate, employee or third party that detects an Unusual Operation in the Company in accordance with the warning signs established in the due diligence procedures, shall report it publicly or anonymously through the reporting mechanisms established by the Company in its ethic's hotline.

13.2 Identification and Reporting of Suspicious Transactions

To identify a suspicious operation, the Compliance Officer must desist from any subjective judgment element that contains any type of conflict of interest and shall base the determination of a suspicious operation on the defined warning signs, the typification made of the crime of Transnational Bribery and Corruption, the analysis of the supporting documentation of the unusual operation and the study of the Business Director, Contractor, Associate, Employee or Third Party based on the following means:

- ✓ Investigations on internet content search drivers (Google).
- ✓ Anonymous or complaints generated about the Executive Director, Contractor, Associate, Employee or third party within the ethical line of the Company.
- ✓ Press information.
- ✓ Documentation provided by the Executive Director, Contractor, Associate, Employee or third party.
- ✓ Explanations provided by the Executive Director, Contractor, Associate, Employee or third party according to their knowledge.
- ✓ Rumors.
- ✓ Public documents.
- ✓ Documents issued by international authorities.

- ✓ Public checklists.

If the operation analyzed can be considered as a Suspicious Operation, the Compliance Officer must report it through the Online Reporting System (ORS) (or SIREL in Spanish) of the FIAU (UIAF in Spanish) and carry out the corresponding report.

All Company officials are obliged to keep the information reported confidential and therefore may not inform the counterparties and/or stakeholders related to the suspicious transaction reports submitted to the FIAU.

The original documents supporting the detection and reporting of the suspicious transaction must be kept in accordance with the provisions of the Law and the Information Security and Document Retention Manual, in order to provide them in a complete and timely manner to the competent authorities in the event that any of them request them.

14. INFORMATION SECURITY AND DOCUMENT RETENTION

To carry out an adequate information security and document retention process in the Company, the following should be considered:

- All information assets must have the controls associated with the value they have for the Company.
- All counterparties are responsible for the correct use, preservation and transfer of information assets.
- All information assets must comply with the storage period in accordance with legal or mission requirements, and once this period is fulfilled, the final disposal of the asset shall be taken into account, complying with the established retention times.
- All counterparties must protect the information assets and technological elements in order to ensure their confidentiality, integrity and availability.

This procedure is documented in: Information Security Policy and Information Security Policy.

15. SANCTIONS

Failure to comply with this manual by counterparties and third parties related to the Company, exposes it to a greater degree to the risk of Transnational Bribery and Corruption, which may lead to the imposition of sanctions to the Company, the Compliance Officer, the statutory auditor and/or its administrators in accordance with the provisions of paragraph 3 of Article 86 of Law 222 of 1995, in paragraph 23 of Article 7 of Decree 1736 of 2020 and other regulations that complement or modify it, without prejudice to the actions that correspond to other authorities.

When the Compliance Officer evidences situations that violate the policies and procedures established in the BETP manual, he/she must make a report of what happened and send it to the Legal Representative or to the Ethics and Compliance Committee so that he / she may carry out the investigations and if there is merit, the process that leads to determine the type of sanction to be applied according to the impact of the omission and the seriousness of the offense, in accordance with the provisions of the Internal Work Regulations and the Code of Ethics and Conduct of the Company, shall be initiated.

On the other hand, the Compliance Officer shall inform the Ethics and Compliance Committee of the situations presented in order to adopt the necessary measures to maintain adequate control and prevent the materialization of Corruption and Transnational Bribery risks.

16. REVIEW OF THE BETP

The Compliance Officer and the Legal Representative shall submit reports to the Ethics and Compliance Committee on a semi-annual basis, which shall include an evaluation and analysis of the efficiency and effectiveness of the BETP, the results of the Compliance Officer's management, the Company's management and shall propose the improvements deemed appropriate for the BETP.

17. VALIDITY PERIOD

The Transparency and Business Ethics Program - PTEE and the Corruption and Transnational Bribery Manual will be in force from 05/05/2022 and will be published on the company's website.

18. RELATED DOCUMENTS

MR-RI-MA-13 Value Building Supported by Risk Management.
 MR-CM-PR-29 Client Management and Administration.
 FA-CF-PR-03 National Portfolio.
 SP-CO-PR-01 Procurement Management
 GH-PR-02 Personnel Selection.
 GH-PR-03 Recruitment of Personnel.
 MR-RI-PR-05 Counterparties Verification and Management in Control and Prevention Lists.
 FA-CF-PO-07 Receivables Policy.
 GG-PO-01 Gifts and Hospitality.
 MR-RI-MA-06 Transparency and Business Ethics Program.
 FA-CF-MA-01 General Cashier Manual and Payment Confirmations.

1. TRACK CHANGES

Version	Date	Change Description
1	05/05/2022	The manual regarding the Transparency and Business Ethics Program: Manual on Corruption and Transnational Bribery is created.
2	10/05/2023	The manual was updated, by adjusting the periodicity of updating the Customer information and drafting of linking forms mentioned.
3	05/06/2024	1. In paragraph 6, the title of risk identification was changed to risk management process. 2. Paragraph 9.6 Knowledge of employees clarifies the separation of personnel selection and hiring procedures. 3. In paragraph 11.1, the ethics line channels were updated. 4. Paragraph 11.2 updated the channel for complaints of transnational bribery established by the Superintendency of Corporations. 5. In paragraph 12.2 Cash Handling Procedure, the description changed the policy to the petty cash procedure and added the general cash manual and payment confirmations. 6. A related document is added to paragraph 15.

Author	Reviewed by	Approved by
Angie Katerinne Salazar Ospina	Ligia Elvira Martínez González	Kristin Fenton
Alternate Compliance Officer	Compliance Officer	President – Board of Directors Member